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9 *Retirement Plan and Oklahoma Firefighters Pension*  
10 *and Retirement and the Proposed Class*

11 **UNITED STATES DISTRICT COURT**  
12 **DISTRICT OF NEVADA**

13  
14 *In Re Shuffle Master, Inc. Securities Litigation*

No. 2:07-cv-00715-KJD-RJJ

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17  
18 **AFFIDAVIT OF ROBERT JONES IN SUPPORT OF FINAL**  
19 **APPROVAL OF THE SETTLEMENT AND AWARD OF ATTORNEYS' FEES**

20 STATE OF OKLAHOMA :  
21 :  
22 COUNTY OF OKLAHOMA :

23 I, Robert Jones, being duly sworn, do hereby state as follows:

24 1. I am the Executive Director of the Oklahoma Firefighters Pension and Retirement  
25 System ("Oklahoma"). I have served in this position since July 1, 1999. Among my duties at  
26 Oklahoma is internal oversight of the above-captioned matter (the "Action").  
27  
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1           2.       I submit this Affidavit in support of the final approval of: (i) the proposed \$13  
2 million settlement (the "Settlement"), as set forth in the Class Action Stipulation of Settlement  
3 filed on February 2, 2010 ("Stipulation of Settlement"); and (ii) an award of plaintiffs' counsel's  
4 attorneys' fees and reimbursement of expenses in the Action, as set forth in the Stipulation of  
5 Settlement.

6           3.       I make this Affidavit based upon my personal knowledge, and upon information  
7 made available to me in my official capacity, and upon belief that the information herein is  
8 truthful and reliable.

9           4.       By order dated November 29, 2007, the Honorable Kent J. Dawson appointed the  
10 Shuffle Master Institutional Investor's Group, consisting of Oklahoma and City of Tulsa  
11 Municipal Employees Retirement Plan, as Lead Plaintiffs. The Court also appointed Grant &  
12 Eisenhofer, P.A. ("G&E"), counsel for Oklahoma and the Shuffle Master Institutional Investor's  
13 Group, as Lead Counsel for the Class.

14           5.       Oklahoma has actively participated in the Action since its inception. In particular  
15 I, along with others at Oklahoma, have been actively involved in all aspects of the prosecution of  
16 the Action, and have overseen and supervised the activities of G&E on behalf of the Class and  
17 Oklahoma. Among other things, we: (i) reviewed, commented on, revised, and approved  
18 significant pleadings, briefs and other papers before they were exchanged and/or filed; (ii)  
19 reviewed significant pleadings, briefs and other papers received from the defendants in this  
20 Action; (iii) had regular telephonic and email communications, as well as in-person meetings,  
21 with attorneys from G&E regarding strategy and developments in the Action; and (iv) gathered  
22 documents during discovery.

23           6.       In addition, I participated in Settlement negotiations through my communications  
24 with G&E, and attended the mediation session before the Honorable Layn R. Phillips, former  
25 United States District Court Judge.

26           7.       Oklahoma supports approval of the \$13 million Settlement, and all aspects  
27 thereof, as being in the best interests of Oklahoma and other members of the Class. Neither  
28 Oklahoma, nor any of its employees, agents, affiliates, or associates has received any special

1 remuneration, benefit, or reward arising from this litigation that is not shared in common with  
2 the Class.

3 8. Oklahoma is aware of its obligation as a Lead Plaintiff to ensure that the  
4 attorneys' fees are fair in light of the result achieved for the Class, and also provide reasonable  
5 compensation to Lead Counsel for the work involved and substantial risks they undertook in  
6 litigating the Action.

7 9. Oklahoma endorses the application for an attorneys' fee of 18 percent of the  
8 Settlement Fund, plus interest. Oklahoma negotiated this rate with Lead Counsel prior to the  
9 commencement of the Action, and believes that this payment represents fair and reasonable  
10 compensation to Lead Counsel for their efforts, for the excellent result achieved, and for the  
11 substantial risks undertaken in this Action.

12 10. In Oklahoma's judgment, the \$13 million settlement is an excellent result, and is  
13 fair reasonable and adequate, given the monetary benefit, the delays absent settlement, and the  
14 absence of any opposition from Class members.

15 11. Oklahoma believes that the legal services provided by Lead Counsel met or  
16 exceeded, in all respects, the standards of performance applicable to the plaintiffs' securities bar,  
17 as Lead Counsel expeditiously obtained a favorable result in a complicated action. Oklahoma  
18 further believes that the interests of the Settlement Class have been fully protected by Lead  
19 Counsel. Accordingly, Oklahoma fully supports Lead Counsel's request for fees, and finds such  
20 request to be reasonable.

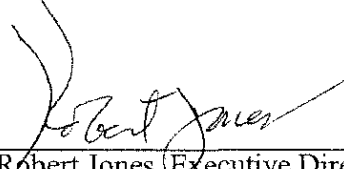
21 12. Oklahoma further believes that the \$606,935.50 in litigation expenses being  
22 requested for reimbursement is reasonable as the expenses were necessary for the prosecution  
23 and successful resolution of the Action.

24 13. In sum, based on our involvement in the prosecution and settlement of the Action,  
25 Oklahoma endorses the Settlement and believe it provides an excellent result for the Class.

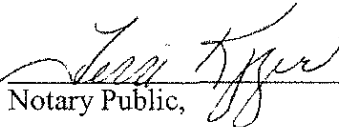
26 14. Accordingly, Oklahoma respectfully requests that the Court approve the  
27 Settlement and the request for attorneys' fees and litigation expense reimbursement incurred in  
28 prosecuting the Action on behalf of the Class.

1 I declare under penalty of perjury that the foregoing statements are true and correct to the  
2 best of my knowledge.

3 Executed this 28th day of May, 2010 in Oklahoma City, Oklahoma.

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6   
7 Robert Jones, Executive Director of Oklahoma

8 SWORN TO AND SUBSCRIBED  
9 BEFORE ME THIS 28th day of May, 2010.

10  
11   
12 Notary Public,  
13 My Commission Expires 2/16/2011

